

P98000015381

J. DANIEL BREDE

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April 13, 1998

Secretary of State  
Corporation Division  
P.O. Box 6327  
Tallahassee, FL 32314

RE: THE RIM CAFE, INC.

000002489230--9  
-04/15/98-01036--001  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Dear Sir/Madam:

Enclosed please find Articles of Amendment to change the name of THE RIM CAFE, INC. to RESTAURANT MANAGEMENT, INC. We have also enclosed a copy of the Joint Consent Resolution approving the corporate name change.

A check in the amount of \$35.00 has been enclosed to cover filing fees. Please date-stamp the copy and return same to me in the envelope provided for your convenience.

Should you have any questions regarding this matter, please contact me.

Sincerely yours,

*D. Brede*

J. DANIEL BREDE

JDB/kjg  
Enclosures  
cc: James Taube

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 MAY -1 PM 3:41

N.C.  
5-1-98  
CC



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

April 17, 1998

J. DANIEL BREDE  
SUITE 201  
1900 CORPORATE BLVD., N.W.  
BOCA RATON, FL 33431

SUBJECT: THE RIM CAF'E, INC.  
Ref. Number: P98000015381

We have received your document for THE RIM CAF'E, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6903.

Cheryl Coulliette  
Document Specialist

Letter Number: 998A00020759

**ARTICLES OF AMENDMENT TO**  
**THE ARTICLES OF INCORPORATION OF**  
**THE RIM CAFE, INC.**

Pursuant to Florida Statutes Section 607.1003 and 607.0704, the Articles of Incorporation of THE RIM CAFE, INC. are hereby amended pursuant to a written consent in lieu of a meeting executed by the holders of all the Corporation's common stock and all the Corporation's Directors on the 30th day of March, 1998, as follows:

ITEM 1

1. Name. ARTICLE I is hereby amended to read as follows:

**ARTICLE I**  
**NAME**

The name of the corporation is MULTI-CONCEPT RESTAURANT GROUP, INC.

These Articles of Amendment to the Articles of Incorporation were adopted by the Shareholders and Directors by consent resolution on the 30th day of March, 1998.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment to the Articles of Incorporation this 30th day of March, 1998.


  
JAMES K. TAUBE, President

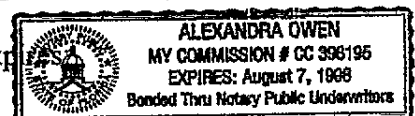
ATTEST:

  
DEBORAH TAUBE, Secretary

STATE OF FLORIDA                     )  
  )ss  
COUNTY OF PALM BEACH         )

The foregoing instrument was sworn to and acknowledged before me this 30th day of March, 1998, by JAMES K. TAUBE, personally known to me, as President of THE RIM CAFE, INC. and DEBORAH TAUBE, personally known to me, as Secretary of THE RIM CAFE, INC., a Florida corporation, on behalf of the Corporation.

  
Notary Public  
My Commission Expires



FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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COPY

**JOINT CONSENT RESOLUTION**  
**TO EFFECT NAME CHANGE OF CORPORATION**  
**THE RIM CAFE, INC.**

Pursuant to Florida Statutes Section 607.1003 and 607.0704, the Board of Directors and Shareholders of THE RIM CAFE, INC. hereby take the following action in lieu of meeting therefor, and all statutory or by-law requirements pertaining to the time, manner and place of same are hereby waived:

WHEREAS, the Corporation desires to change the name of the Corporation to:

MULTI-CONCEPT RESTAURANT GROUP, INC.

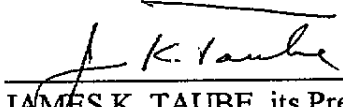
WHEREAS, the Board of Directors recommends to the Shareholders that the above amendment be adopted;

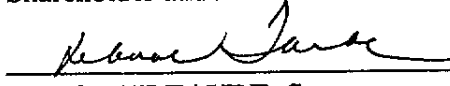
NOW, THEREFORE, let it be,

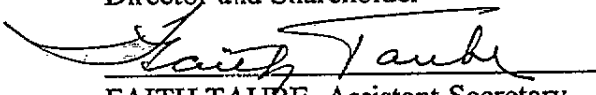
RESOLVED, that the Articles of Incorporation be amended to change the name of the Corporation to MULTI-CONCEPT RESTAURANT GROUP, INC.

FURTHER RESOLVED, that the proper Officers of the Corporation be, and they hereby are, authorized and directed to execute all such documents and take all such action as such Officers in their discretion deem necessary or appropriate to carry out the intent and purpose of the foregoing Resolution.

IN WITNESS WHEREOF, the undersigned have executed this Resolution this 30 day of March, 1998.

  
JAMES K. TAUBE, its President,  
Shareholder and Director

  
DEBORAH TAUBE, Secretary,  
Director and Shareholder

  
FAITH TAUBE, Assistant Secretary  
and Shareholder